

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF NEW YORK**

UNITED STATES OF AMERICA,
STATE OF CONNECTICUT,
STATE OF IOWA,
STATE OF MARYLAND,
STATE OF MICHIGAN,
STATE OF MISSOURI,
STATE OF OHIO, and
STATE OF TEXAS,

Plaintiffs,

v.

AMERICAN EXPRESS COMPANY,
AMERICAN EXPRESS TRAVEL
RELATED SERVICES COMPANY, INC.,
MASTERCARD INTERNATIONAL
INCORPORATED, and VISA INC.,

Defendants.

Civil Action No.
CV-10-4496 (NGG) (CLP)

**STIPULATION EXTENDING TIME FOR SETTLING DEFENDANTS
TO RESPOND TO COMPLAINT**

WHEREAS, the United States and the States of Connecticut, Iowa, Maryland, Michigan, Missouri, Ohio, and Texas ("Plaintiffs") filed the Complaint in this lawsuit on October 4, 2010;

WHEREAS, Plaintiffs filed a proposed Final Judgment on October 4, 2010 that, if entered, would resolve the Plaintiffs' claims against Defendants MasterCard International Incorporated ("MasterCard") and Visa Inc. ("Visa");

WHEREAS, MasterCard and Visa timely executed waivers of service pursuant to Federal Rule of Civil Procedure 4(d), and the deadline for MasterCard and Visa to answer or otherwise respond to the Complaint is December 7, 2010;

WHEREAS, the proposed Final Judgment cannot be entered prior to the deadline for MasterCard and Visa to answer or otherwise respond to the Complaint due to the requirements of the Antitrust Procedures and Penalties Act (“APPA”), 15 U.S.C. §16(b)-(h). Pursuant to 15 U.S.C. §16(b), the 60-day public comment period on the proposed Final Judgment will expire on December 16, 2010; thereafter, two other procedural steps must be taken before the Final Judgment may be entered: (a) the United States must, pursuant to 15 U.S.C. §16(d), respond in writing to any public comments; and (b) pursuant to 15 U.S.C. §15(e)(1), the Court “shall determine that the entry of such judgment is in the public interest;”

WHEREAS, Plaintiff United States has agreed with Defendants MasterCard and Visa that, due to the contemplated settlement, MasterCard and Visa need not answer or otherwise respond to the Complaint unless the proposed Final Judgment is not entered;

WHEREAS, Plaintiff United States has conferred with the Plaintiff States regarding this Stipulation and Plaintiff States agree that the time to answer or otherwise respond to the Complaint should be extended as provided herein;

WHEREAS, Plaintiff United States notified counsel for Defendants American Express Company and American Express Travel Related Services Company, Inc. (“American Express”) that Plaintiffs, MasterCard, and Visa intend to file this Stipulation, and American Express does not oppose;

WHEREAS, no previous requests for adjournment or extension have been made in this case;

WHEREAS, this Stipulation does not affect any other scheduled dates in this case;

AND WHEREAS, this Stipulation does not affect the time for American Express to

answer or otherwise respond to the Complaint;

IT IS HEREBY STIPULATED AND AGREED, by and among the undersigned that the time for Defendants MasterCard and Visa to answer or otherwise respond to the Complaint in this proceeding is hereby adjourned to 30 days after either (1) the Court declines to enter the proposed Final Judgment; or (2) the United States has withdrawn its consent to entry of the proposed Final Judgment, as provided in paragraph two of the Stipulation filed October 4, 2010 (docket #4).

FOR PLAINTIFF
UNITED STATES OF AMERICA

s/Craig W. Conrath
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FOR PLAINTIFF STATES

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SO ORDERED:



U.S. J.
12/6/10